

**Meeting:** BOARD OF DIRECTORS (Regular Meeting)  
**Date:** July 24, 2010  
**Time:** 1:35 pm  
**Location:** TLC Head Office, 1195 Esquimalt Road, Victoria

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## BOARD MEETING MINUTES

### ACTION ITEMS

- (1) The committee consisting of Briony, Fran, Ian and one other staff member will report back to the Board with a recommendation on a winner of the Culture of Conservation Award at its August meeting.
- (2) Board members are invited to send their ideas on the AGM to Ian Fawcett.

**In attendance:** Alastair Craighead, Briony Penn, David Merner, Gary Holman, Frances Pugh, Todd Wong (by phone)

**Absent:** Cheryl Bryce, Ken Millard

**Staff:** Bill Turner, Ian Fawcett, Kathleen Sheppard

### 1. CALL TO ORDER

At 1:35 pm, Alastair called the meeting to order.

### 2. OUR Ecovillage

Brandy Gallagher described the One United Resource Ecovillage. OUR ecovillage includes twenty one residents living on the 25 acres at the Ecovillage. It is a volunteer and community learning village with four key purposes: (1) education, (2) organizational agriculture, (3) conservation, and (4) residential stewardship.

Other aspects of the Ecovillage include:

- The physical site is created through salvage work.
- The legal status of the site is of interest internationally.
- The federal government is supporting the FOG (“financing, owning and governing”) project related to FOG on common land.
- The Ecovillage is piloting a green burial project.

Brandy indicated that a TLC covenant could protect the property, including the zoning and the wetlands. The management plan might specify how the educational or other functions would be performed. As a covenant holder, TLC would have the opportunity to review the performance of the management plan. This project could look like the Gabriola Commons project and could also be linked into UVic. The Board thanked Brandy for her presentation and indicated that staff would contact her following an *in camera* discussion.

### 3. MINUTES

Regular Meeting Minutes

**Moved (Gary) / Seconded (David)** that the Board approve the Minutes for the June 2010 Board meeting. The Motion carried.

### **3. CHAIR'S REPORT**

None.

### **4. FINANCE REPORT**

Ian provided an update to the Board, in Lorelle's absence. He reported on TLC's bank balances, indicated that TLC's financial situation remains tight, and indicated that our key financial obligations are being addressed. Ian also reported that the audit process is on track.

TLC now stands at 7,848 members, including 2,130 monthly members. About half are being recruited in the Vancouver area. One of the challenges is recruiting canvassers that stay on.

The Board reviewed a contingency planning framework prepared by Ian. Ian was thanked for his excellent work on the framework and also for his outstanding leadership during Bill's absence.

**Moved (Briony) / Seconded (Fran)** that the Board extend its thanks to staff for its outstanding work through a difficult period. The Motion carried.

### **5. HUMAN RESOURCES COMMITTEE REPORT**

The Board's session with John Shields this morning regarding the Board evaluation and Executive Director evaluation process was a success. The Human Resources Committee will be meeting with John at its next meeting to continue its work.

### **6. NOMINATIONS UPDATE**

**Moved (Briony) / Seconded (David)** that Malcolm Anderson be approached to serve as returning officer. Carried.

### **7. TLC CULTURE OF CONSERVATION AWARDS**

Briony and Fran agreed to serve on the selection committee with Ian and on other staff member. The Committee will report back to the Board with a recommendation at its August meeting.

### **6. CONTROL RISK ASSESSMENT**

Ian presented an action plan document that covers off all the points raised in the Deloitte's control risk assessment. The Board discussed the need to review the action plan at the AGM.

### **7. POLICY REVIEW TASK FORCE**

Ian proposed that the Policy Review Task Force be made up of three directors and two senior managers. The two senior managers would be Kathleen Sheppard and Ian Fawcett. Ian

proposed that Briony Penn, as Vice-Chair of the Board, chair the task force. David Merner and Todd Wong volunteered to serve on the task force.

**Moved (Frances) / Seconded (Gary)** that Briony invite Ken Millard to be part of the policy review task force. Carried

Ian noted that one of the issues the Task Force may want to consider is that there are no bylaws or policies stating how Board meetings would be run. We have all assumed that the meetings should be run under Robert's Rules, but this should be clarified.

## **8. ADJOURNMENT**

**Moved (Frances) / Seconded (Briony)** that the meeting be adjourned. The Motion carried at 4:30 pm.